

JUL 23 3 01 PM '97

SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION  
of**

**JOHN BROWN EXCAVATION, INC.**

**ARTICLE I  
NAME**

The name of the Corporation is **JOHN BROWN EXCAVATION, INC.**

**ARTICLE II  
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III  
PURPOSE**

The Corporation is organized for the following purposes:

1. Excavation contracting.
2. To transact any or all lawful business.
3. The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the Corporation.

IDAHO SECRETARY OF STATE

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#### **ARTICLE IV CAPITAL STOCK**

The Corporation is authorized to issue 100,000 shares of no-par value common stock, which shall be designated "Common Shares."

#### **ARTICLE V PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any additional stock of the Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than two (2). The following initial directors shall serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify:

<b>NAME</b>	<b>ADDRESS</b>
Emi Miller	2309 N. Mountain View Drive, Ste. 185 Boise, ID 83713
John Brown	2309 N. Mountain View Drive, Ste. 185 Boise, ID 83713

**ARTICLE VII**

**REGISTERED AGENT, INCORPORATOR and REGISTERED OFFICE**

1. The Registered Agent is:  
Emi Miller
2. The address of the Registered Office is:  
2309 N. Mountain View Drive, Ste. 185  
Boise, ID 83713
3. The Incorporator is:  
Christian D. Brown, esq.  
607 North 8th, No. 307  
Boise, ID 83702

## **ARTICLE VIII BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws not inconsistent with these Articles of Incorporation is vested in the Board of Directors of the Corporation.

## **ARTICLE IX LIMITED DIRECTOR LIABILITY**

The personal liability for a director to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director shall be limited to the fullest extent of the law as provided in Idaho Code Section 30-1-54(2).

## **ARTICLE X AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the shareholders of the Corporation.

## **ARTICLE XI AUTHORITY**

John Brown and Emi Miller, and any person specifically authorized by the board of directors shall have authority to endorse, cash, deposit and negotiate checks, cash and negotiable instruments on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of July, 1997.

CD Brown  
Christian D. Brown

STATE OF IDAHO )  
                          ) ss.  
COUNTY OF ADA )

**BEFORE ME**, a Notary Public in and for said county and state, personally appeared Christian D. Brown, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed those Articles of Incorporation for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 23 day of July, 1997.

Darcy Schuval  
Notary Public  
My Commission Expires: 3/7/2000